

Exhibit A-3

PROOF OF CLAIM

Type or print in the boxes below in CAPITAL LETTERS; do not use red ink, pencil or staples.

CLAIMANT INFORMATION

Beneficial Owner's First Name

Beneficial Owner's Last Name as it appears on your brokerage statement

Joint Beneficial Owner's First Name

Joint Beneficial Owner's Last Name as it appears on your brokerage statement

Mailing Address, including apartment, unit or box number

City

State

Zip Code

Foreign Province

Foreign Country

Social Security Number

Taxpayer Identification Number

Primary Telephone Number

Email Address

Name of Custodian if applicable

CLAIMANT TYPE

Specify one ☐ Individual(s) ☐ Corporation ☐ UGMA Custodian ☐ IRA, Keogh (specify) _____
☐ Partnership ☐ Estate ☐ Trust ☐ Other _____

Individual(s), answer the following. If either question applies, state the position(s) held and dates of employment or affiliation.

☐ Yes ☐ No Were you an employee of Apple Inc. at any time from August 24, 2001 through June 29, 2006, both dates inclusive?☐ Yes ☐ No Were you or are you an officer or director of Apple Inc.?

Position(s)

Dates of Employment / Affiliation

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CLAIMANT CERTIFICATION

- I have read and understand the contents of the Notice and the Proof of Claim.
- I purchased share(s) of Apple common stock between August 24, 2001, and June 29, 2006, both dates inclusive.
- I (a) am not a Defendant, (b) am not a current or former director or officer of Apple, (c) was not an employee of Apple and/or its subsidiaries during the Class Period, and (d) am not a family member, trust, company, entity, or affiliate controlled or owned by any of those categories of persons or entities. I also have not filed a request to be excluded from the Class and do not know of any request to be excluded from the Class that was filed on my behalf.
- I want to participate in the Settlement described in the Notice, and I agree to the terms and conditions thereof.
- I have attached copies of sufficient supporting documentation for all transactions listed in the Schedule of Transactions in Apple Common Stock, in accordance with the instructions in this Proof of Claim and the Notice.
- I understand and acknowledge that the information contained in this Proof of Claim is subject to verification by the Claims Administrator and the Court. I agree to furnish such additional information with respect to this Proof of Claim as the Claims Administrator or the Court may require.
- I submit to the jurisdiction of the United States District Court for the Northern District of California with respect to this Proof of Claim. I understand that this Proof of Claim will be subject to investigation and discovery under the Federal Rules of Civil Procedure, provided that such investigation and discovery shall be limited to my status as a Class Member and the validity and amount of this Proof of Claim.
- I agree to be bound by the Orders of this Court and the Court's summary determination of the validity and amount of this Proof of Claim.
- I am NOT subject to backup withholding under the provisions of Section 3406(a)(1)(c) of the Internal Revenue Code. Note: If you have been notified by the Internal Revenue Service (IRS) that you are subject to backup withholding, please strike out the word "NOT."
- I understand and acknowledge that if the Settlement is approved, the Court will enter an Order and Final Judgment dismissing the Action with prejudice. I further understand and acknowledge that, on and after the Effective Date, without further action, and for good and sufficient consideration, the receipt and adequacy of which are hereby acknowledged, (a) all Released Claims shall be fully, finally, and forever resolved, discharged and settled on the merits and with prejudice, and (b) I will be forever barred and enjoined from instituting, continuing, or prosecuting any action asserting any Released Claims against any Released Party.
- I warrant and represent that I am authorized to execute and deliver this Proof of Claim.

I/we certify under penalty of perjury under the laws of the United States of America that the foregoing information and the supporting documents attached hereto are true, correct, and complete to the best of my/our knowledge, information, and belief.

Claimant/Beneficial Owner

Joint Claimant/Joint Beneficial Owner

Person Signing on Behalf of Claimant

Date Signed

Print Your Name

Print Your Name

Print Your Name & Capacity *Executor, President, Custodian, etc.***You must read and sign the Claimant Certification of each Proof of Claim submitted.****Failure to sign the Claimant Certification may result in a delay in processing your claim or the rejection of your claim.**

SCHEDULE OF TRANSACTIONS IN APPLE COMMON STOCK

Type or print in the boxes below in CAPITAL LETTERS; do not use red ink, pencil or staples. All shares must be documented.

1. The total number of shares of Apple common stock owned at the close of trading on August 24, 2001

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2. For every purchase of Apple common stock from August 24, 2001 to June 29, 2006, both dates inclusive, provide:

Trade Date List Chronologically MM / DD / YY	Number of Shares Purchased	Price per Share Excluding commissions, taxes and fees	Documentation Attached
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3. The total number of shares of Apple common stock purchased from June 30, 2006 to September 27, 2006, both dates inclusive

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4. For every sale of Apple common stock from August 24, 2001 to September 27, 2006, both dates inclusive, provide:

Trade Date List Chronologically MM / DD / YY	Number of Shares Sold	Price per Share Excluding commissions, taxes and fees	Documentation Attached
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5. The total number of shares of Apple common stock owned at the close of trading on September 27, 2006

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The **Trade Date** for the purchase or sale of Apple common stock is the date on which the actual trade order was made, not the date on which the funds were transferred in exchange for the shares, also known as the *settlement date*, which generally occurs later.

The **Price per Share** paid or received should exclude all commissions, taxes and fees.

You are required to attach copies of documentation sufficient to verify all identified transactions; documentation may be photocopies of brokerage confirmation slips or monthly statements. If you do not possess such documents, obtain copies or similar documentation from your broker or financial advisor. Failure to supply documentation could delay verification or may result in rejection of your claim.

If your trading activity during the Class Period exceeded fifty (50) transactions, you must provide all required purchase and sale information in an electronic file. For a copy of instructions and the parameters concerning electronic submissions, contact the Claims Administrator toll-free at 1-888-760-4869 or at www.AppleSecuritiesSettlement.com.

If you need additional space, attach separate, numbered sheets with the information provided in the same format as above; print your name and Social Security or Taxpayer Identification Number at the top of each additional sheet.

PROOF OF CLAIM INSTRUCTIONS

1. If you purchased common stock of Apple Inc. ("Apple") between August 24, 2001, and June 29, 2006, both dates inclusive (the "Class Period"), you are a member of the Class in this Action and may be entitled to share in the Settlement. Excluded from the Class are Defendants, all current and former directors and officers of Apple, and all employees of Apple and/or its subsidiaries during the Class Period, and any family member, trust, company, entity, or affiliate controlled or owned by any of the excluded persons and entities referenced above. Also excluded are persons and entities that exclude themselves by filing a request for exclusion in accordance with the requirements set forth in the Notice of Proposed Settlement, Settlement Fairness Hearing, and Motion for Attorneys' Fees and Expenses (the "Notice").
2. It is important that you read and understand the Notice that accompanies this Proof of Claim. The Notice describes the proposed Settlement, how Class Members are affected by it, and how the Net Settlement Fund will be distributed, if the Settlement is approved by the Court. The Notice also contains the definitions of many of the terms (which are indicated by initial capital letters) used in this Proof of Claim. By signing and submitting this Proof of Claim, you will be certifying that you have read and understood the Notice.
3. **TO PARTICIPATE IN THE SETTLEMENT, YOU MUST SEND YOUR COMPLETED AND SIGNED PROOF OF CLAIM BY FIRST-CLASS MAIL POSTAGE PRE-PAID POSTMARKED NO LATER THAN _____, 2011, ADDRESSED TO THE CLAIMS ADMINISTRATOR AT:**

In re Apple Inc. Securities Litigation
P.O. Box 6809
Portland, OR 97228-6809
4. If you fail to submit a timely, properly addressed, and completed Proof of Claim, you will be forever barred from receiving any payments pursuant to the Settlement, but you will nevertheless be bound by any judgment entered in this Action.
5. Submission of this Proof of Claim does not ensure that you will share in the proceeds of the Settlement Fund. Distributions from the Settlement Fund are governed by the Plan of Allocation that is described in the Notice and is subject to the Court's approval.
6. If you are not a Class Member, or if you, or someone acting on your behalf, file(s) a request for exclusion from the Class as set forth in the Notice, please do not submit a Proof of Claim.
7. No cash payment will be made on a Recognized Claim where the distribution amount is less than \$5.
8. If you have questions or need assistance in filling out this Proof of Claim, please contact the Claims Administrator at the address above, toll-free at 1-888-760-4869, or at the website: www.AppleSecuritiesSettlement.com.

INSTRUCTIONS FOR COMPLETING CLAIMANT IDENTIFICATION

9. This Proof of Claim must be completed by the actual owner ("Beneficial Owner"), or the legal representative of the Beneficial Owner, of Apple common stock upon which this Proof of Claim is based.
10. If you are an individual Beneficial Owner (as opposed to an entity Beneficial Owner), you must complete a separate Proof of Claim in each of the following situations:
 - a. If you own(ed) the share(s) by yourself, list your name as the "Beneficial Owner's Name"; provide your address, other contact information, and your social security number; select the "Individual(s)" box; and check the appropriate box(es) regarding any association with Apple.
 - b. If you own(ed) the shares(s) jointly with someone else, list your name as the "Beneficial Owner's Name"; list the co-owner's name as the "Joint Beneficial Owner's Name"; provide your address, other contact information, and your social security number; select the "Individual(s)" box; and check the appropriate box(es) regarding any association with Apple. Note that all Joint Beneficial Owners must sign the Proof of Claim.
 - c. If you own(ed) the share(s) in an IRA, Keogh, or UGMA custodial account, list your name as the "Beneficial Owner's Name"; provide your address, other contact information, and your social security number; list the name of the custodian of your IRA, Keogh, or UGMA account; select the "UGMA Custodian" or "IRA, Keogh" box; and check the appropriate box(es) regarding any association with Apple.
11. If the Beneficial Owner of the share(s) is an entity (e.g., a corporation, trust, estate, etc.), you should complete one Proof of Claim for the entity. List the name of the entity as the "Beneficial Owner's Name"; provide the address, other contact information, and taxpayer identification number for the entity; and select the appropriate box(es) to describe the type of entity. Note that you must submit a separate Proof of Claim for each entity.
12. If a legal representative of the Beneficial Owner(s), such as an agent, executor, administrator, guardian, conservator, custodian or trustee, completes the Proof of Claim, that representative must (i) identify the Beneficial Owner(s) represented by name, address, telephone number, Social Security or Tax Identification Number; (ii) expressly state the capacity in which the representative is acting on behalf of the Beneficial Owner(s); and (iii) provide proof of authority to act on behalf of the Beneficial Owner(s) (e.g., power of attorney, currently effective letter testamentary, letter of administration).

Claims Administrator
In re Apple Inc. Securities Litigation
P.O. Box 6809
Portland, OR 97228-6809

REMINDER CHECKLIST

CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME. PLEASE BE PATIENT.

1. Please sign the Proof of Claim. If you are submitting the Proof of Claim on behalf of Joint Beneficial Owners, all Joint Beneficial Owners must sign.
2. Please do not send originals of securities certificates. Remember to attach only copies of supporting documents, including documentation showing opening and closing balances and transactions in Apple common stock, as set forth in the Schedule of Transactions on page ____.
3. If your address changes in the future, or if these documents were sent to an old or incorrect address, please send us written notification of your new address.
4. Please keep a copy for your records of your completed Proof of Claim and all documentation submitted.
5. You will not receive confirmation that your Proof of Claim has been received, unless you send it via Certified Mail, Return Receipt Requested, or by some other means that provides you with proof of receipt. You will bear all risks of delay or non-delivery of your claim.
6. If you have any questions or concerns regarding your claim, contact the Claims Administrator at:

Claims Administrator
In re Apple Inc. Securities Litigation
P.O. Box 6809
Portland, OR 97228-6809
1-888-760-4869
www.AppleSecuritiesSettlement.com

To participate in the settlement, the enclosed Proof of Claim must be completed, signed and sent, along with supporting documentation, to the address above by first-class mail postage pre-paid postmarked no later than _____, 2011.